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SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
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SUITE 301
WASHINGTON, D C
20036

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ELLSWORTH C. ALVORD (1964)

OF COUNSEL
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May 2, 2012

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S W.
Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of an Amendment No. 4 to Memorandum of Lease Agreement, Lease Supplement No. 1, Lease Supplement No. 2, Lease Supplement No. 3, Lease Supplement No. 4 and Lease Supplement No. 5 and Memorandum of Trust Indenture and Security Agreement and Trust Indenture Supplement No. 1, Trust Indenture Supplement No. 2, Trust Indenture Supplement No. 3, Trust Indenture Supplement No. 4 and Trust Indenture Supplement No. 5, dated as of May 1, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Number 27155.

The names and addresses of the parties to the enclosed document are:

Owner Trustee/ Lessor	Wells Fargo Bank Northwest, National Association 299 South Main Street, 12 th Floor Salt Lake City, UT 84111
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Chief
Section of Administration
May 2, 2012
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Lessee Wells Fargo Bank Northwest, National
 Association (as successor to Wachovia
 Financial Services, Inc)
 299 South Main Street, 12th Floor
 Salt Lake City, UT 84111

Indenture Trustee Wilmington Trust Company
 Rodney Square North
 100 North Market Street
 Wilmington, DE 19890-0001

A description of the railroad equipment covered by the enclosed document
is:

4 railcars: TILX 194208, TILX 194266, TILX 194289 and TILX 194285
have been remarked NDYX 130013, NDYX 130071, NDYX 130094 and
NDYX 130090, respectively

A short summary of the document to appear in the index is

Amendment No 4 to Memorandum of Lease Agreement, Lease
Supplement No 1, Lease Supplement No 2, Lease Supplement No. 3,
Lease Supplement No 4 and Lease Supplement No. 5 and Memorandum
of Trust Indenture and Security Agreement and Trust Indenture
Supplement No. 1, Trust Indenture Supplement No. 2, Trust Indenture
Supplement No 3, Trust Indenture Supplement No. 4 and Trust Indenture
Supplement No 5

Also enclosed is a check in the amount of \$41.00 payable to the order of
the Surface Transportation Board covering the required recordation fee

Kindly return stamped copies of the enclosed document to the
undersigned.

Very truly yours,



Edward M Luria

MAY 02 '12

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**AMENDMENT NO. 4 TO
MEMORANDUM OF EQUIPMENT LEASE AGREEMENT,
LEASE SUPPLEMENT NO. 1, LEASE SUPPLEMENT NO. 2,
LEASE SUPPLEMENT NO. 3, LEASE SUPPLEMENT NO. 4 AND
LEASE SUPPLEMENT NO. 5**

**AND
MEMORANDUM OF TRUST INDENTURE AND SECURITY AGREEMENT,
TRUST INDENTURE SUPPLEMENT NO. 1, TRUST INDENTURE
SUPPLEMENT NO. 2, TRUST INDENTURE SUPPLEMENT NO. 3, TRUST INDENTURE
SUPPLEMENT NO. 4 AND TRUST INDENTURE SUPPLEMENT NO. 5
(Surface Transportation Board)**

This Amendment No. 4 to Memorandum of Equipment Lease Agreement, Lease Supplement Nos. 1, 2, 3, 4 and 5, and Memorandum of Trust Indenture and Security Agreement, Trust Indenture Supplement Nos. 1, 2, 3, 4 and 5 (the "Amendment") is made and entered into this 1 day of May, 2012, pursuant to the Equipment Lease Agreement and Lease Supplements dated September 12, 2007 (the "Lease"), between Wells Fargo Bank Northwest, National Association, as Owner Trustee (the "Lessor"), and Wells Fargo Bank, National Association, as successor to Wachovia Financial Services, Inc. (the "Lessee"), and the Trust Indenture and Security Agreement and Trust Indenture Supplements dated as of September 12, 2007 (the "Trust Indenture and Security Agreement") between Wilmington Trust Company, not individually but solely as Indenture Trustee ("Indenture Trustee"), and Wells Fargo Bank Northwest, National Association, not individually but solely as Owner Trustee ("Owner Trustee").

WHEREAS, a Memorandum of Equipment Lease Agreement, Lease Supplement No. 1, Lease Supplement No. 2, Lease Supplement No. 3, Lease Supplement No. 4 and Lease Supplement No. 5 evidencing the Lease was filed with the Surface Transportation Board pursuant to Section 11301(a) of Title 49 of the *United States Code* on September 12, 2007 at 8:00 a.m., under Recordation Number 27155; and

WHEREAS, a Memorandum of Trust Indenture and Security Agreement and Trust Indenture Supplement No. 1, Trust Indenture Supplement No. 2, Trust Indenture Supplement No. 3, Trust Indenture Supplement No. 4 and Trust Indenture Supplement No. 5 was filed with the Surface Transportation Board pursuant to Section 11301(a) of Title 49 of the *United States Code* on September 12, 2007 at 8:00 a.m., under Recordation Number 27155-A; and

WHEREAS, pursuant to Section 4.2, Duty to Number and Mark Equipment, of the Lease, Lessee is required to file and record in all public offices where the Lease and the Trust Indenture and Security Agreement have been filed, the new identification reporting mark and number for such railcars that have been changed and remain subject to the Lease and the Trust Indenture and Security Agreement; and

NOW THEREFORE, in order to comply with the provisions under the Lease, the Lessee hereby provides the following:

Exhibit 1 attached hereto identifies the railcars subject to the Lease and the Trust Indenture and Security Agreement that have been reported as remarked and renumbered.

This Amendment shall not impair or terminate any rights and obligations of the parties under the Lease and the Trust Indenture and Security Agreement with respect to the railroad equipment covered by the Lease and the Trust Indenture and Security Agreement, as to which the Lease and the Trust Indenture and Security Agreement remain in full force and effect.

[The remainder of this page is intentionally left blank.]

Dated this 1 day of May, 2012.


OWNER TRUSTEE (LESSOR):

**WELLS FARGO BANK NORTHWEST,
NATIONAL ASSOCIATION**

By: 
Name: Denis V. Tkachuk
Title: Assistant Vice President

LESSEE:

**WELLS FARGO BANK, NATIONAL
ASSOCIATION (as successor to Wachovia
Financial Services Inc.)**

By: 
Name: Rick Grossman
Title: Designated Signer

INDENTURE TRUSTEE:

WILMINGTON TRUST COMPANY

By: 
Name: Jose L. Paredes
Title: Assistant Vice President

STATE OF UTAH)
)
COUNTY OF SALT LAKE) ss.

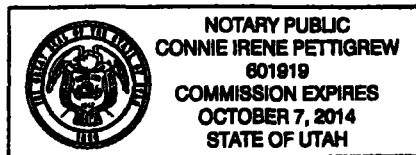
The foregoing instrument was acknowledged before me, the undersigned Notary Public, on this 30 day of April, 2012 by Denis V. Tkachuk, as Assistant Vice President of **WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION**.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

[Signature]
NOTARY PUBLIC

My Commission Expires: 10/7/2014

[Notarial Seal]



STATE OF ILLINOIS)
)
COUNTY OF COOK) ss.

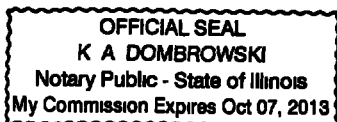
The foregoing instrument was acknowledged before me, the undersigned Notary Public, on this 27th day of January, 2012 by Rick Grossman, as Designated Signer of **WELLS FARGO BANK, NATIONAL ASSOCIATION**.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

[Signature]
NOTARY PUBLIC

My Commission Expires: 10-7-2013

[Notarial Seal]



STATE OF DELAWARE)
) ss.
COUNTY OF NEW CASTLE)

The foregoing instrument was acknowledged before me, the undersigned Notary Public, on
this 9 day of Feb., 2012 by _____, as _____

Assistant Vice President of WILMINGTON TRUST COMPANY. **José L. Paredes**

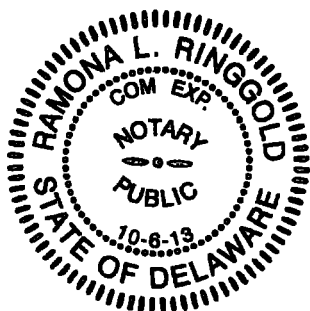
IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in
the County and State aforesaid, the day and year first above written.



NOTARY PUBLIC

My Commission Expires: _____

[Notarial Seal]



RAMONA L. RINGGOLD
NOTARY PUBLIC
STATE OF DELAWARE
My Commission Expires 10-08-2013

EXHIBIT 1

COUNT	CAR ID	PRIOR CAR INITIAL	PRIOR CAR NUMBER	CURRENT CAR INITIAL	CURRENT CAR NUMBER
1	168903	TILX	194208	NDYX	130013
2	168941	TILX	194266	NDYX	130071
3	168966	TILX	194289	NDYX	130094
4	168970	TILX	194285	NDYX	130090

Lease Supplement No 5